

Kenneth L. Cannon II (kcannon@djplaw.com) (3705)  
DURHAM JONES & PINEGAR, P.C.  
111 East Broadway, Suite 900  
P.O. Box 4050  
Salt Lake City, UT 84110-4050  
Telephone: (801) 415-3000/Fax: (801) 415-3500

Michael V. Blumenthal (mblumenthal@crowell.com) (admitted pro hac vice)  
CROWELL & MORING LLP  
590 Madison Avenue, 20th Floor  
New York, NY 10022  
Telephone: (212) 223-4000/Fax: (212) 223-4134

Counsel for Debtors and Debtors in Possession

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION**

In re:

EASY STREET HOLDING, LLC, *et al.*,

Address: 201 Heber Avenue  
Park City, UT 84060

Tax ID Numbers:

35-2183713 (Easy Street Holding, LLC),  
20-4502979 (Easy Street Partners, LLC), and  
84-1685764 (Easy Street Mezzanine, LLC)

Bankruptcy Case No. 09-29905  
Jointly Administered with Cases  
09-29907 and 09-29908

Chapter 11

Honorable R. Kimball Mosier

**[FILED ELECTRONICALLY]**

**CROWELL & MORING LLP'S SECOND PROFESSIONAL FEE REQUEST FOR  
THE PERIOD DECEMBER 1, 2009 THROUGH DECEMBER 31, 2009**

Crowell & Moring LLP ("C&M"), counsel for Easy Street Partners, LLC ("Partners"), Easy Street Mezzanine, LLC ("Mezzanine"), and Easy Street Holding, LLC ("Holding"), debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors"), pursuant to the Court's Order entered December 15, 2009 Approving Motion and Establishing Monthly Fee and Expense Reimbursement Procedures (the "Interim Payment Order") hereby submits its

second professional fee request (the “Fee Request”), for the period from December 1, 2009, through December 31, 2009 (the “Fee Period”).

Pursuant to the Interim Payment Order, professionals employed pursuant to Order of the Court to represent the Debtors or the Official Committee of Unsecured Creditors (the “Committee”) are authorized to request from the Debtors payment of 80% of their fees and 100% of their expenses on a monthly basis. C&M’s professional fees and expenses for the Fee Period are as follows:

<b>MONTH</b>	<b>HOURS</b>	<b>FEEES</b>	<b>80% OF FEEES**</b>	<b>EXPENSES</b>	<b>TOTALS (80% FEEES AND 100% EXPENSES)</b>
<b>December</b>	356.1	\$194,983.00 <sup>1</sup>	\$146,802.00	\$8,877.97	\$155,697.97

Attached as Exhibits A are detailed statements of services for which payment is sought for December 2009, redacted to exclude privileged, work product, and confidential information, and expenses incurred, on a monthly and on a matter basis. Each statement includes total time expended, identity of professionals providing services, hourly billing rates, and a detailed listing of time.

C&M understands that other professionals providing services to the Debtors and the Committee may submit separate fee requests seeking payment of professional fees and reimbursement of expenses. The amount available under the cash collateral budget for payment of professional fees and expenses of estate professionals in the Easy Street Partners case for the each month of the Fee Period is \$125,000. Total fees and expenses of estate

---

<sup>1</sup> Of this amount \$48,181.00 of time charges, which are reflected in matter 10 annexed hereto, were rendered in connection with the Adversary Proceeding.

\*\* Reduced by an amount such that C&M will not receive funds on account of the Adversary Proceeding.

professionals in the Easy Street Partners case exceeds this amount for the month of December; therefore, C&M's fees and expenses will be pro rated with other estate professionals.

Pursuant to the Interim Fee Order, parties must file objections to the Fee Request within ten days from the date it is received. Any objection must have a description of the specific subject matter and services in dispute and state the amount in dispute. It shall not be sufficient simply to object to all fees and expenses. Fees and expenses not objected to will be paid by the Debtors or, if the total of 80% of fees and 100% of expenses of estate professionals exceeds \$125,000 for any month within the Fee Period, the fees and expenses will be pro-rated among fees and expenses for that month that are not objected to.

DATED: January 15, 2010.

CROWELL & MORING LLP

By: /s/ Michael V. Blumenthal  
Michael V. Blumenthal (mblumenthal@crowell.com)(0505)  
Crowell & Moring LLP  
590 Madison Avenue  
New York, New York 10022  
Telephone: (212) 233-4000 / Fax: (212) 895-4201  
Counsel for the Debtors

**CERTIFICATE OF SERVICE**

I hereby certify that on this 15th day of January 2010, I caused to be served a copy of Crowell & Moring LLP's Second Professional Fee Request for the period December 1, 2009 through December 31, 2009 via ECF notification, electronic mail and/or first-class mail, postage prepaid as listed below.

/s/ Michael V. Blumenthal  
Michael V. Blumenthal

John T. Morgan  
Office of the US Trustee  
405 South Main Street, Suite 300  
Salt Lake City, UT 84111

Lon A. Jenkins, Esq.  
Jones Waldo Holbrook & McDonough  
170 South Main Street, Suite 1500  
Salt Lake City, UT 84101

Richard Havel  
Sidley Austin LLP  
555 West Fifth Street  
Suite 4000  
Los Angeles, CA 90013

James Winikor  
WestLB AG- New York Branch  
1211 Avenue of the Americas, 25<sup>th</sup> Floor  
New York, NY 10036

## **Exhibit A**



590 Madison Avenue, 20<sup>th</sup> Floor, New York, NY 10022-2524  
p 212.223.4000 ■ f 212.223.4134  
Taxpayer ID # 52-1150358

January 11, 2010

Easy Street Holding, LLC  
c/o Cloud Nine Resorts, LLC  
4870 Winchester Court  
Park City, Utah 84098

Attn: William Shoaf

Matter: 105773.0000001  
Invoice: 1314391

---

Statement of Account

RE: General Advice

Professional Services Rendered Through December 31, 2009	\$1,681.00
Other Services and Expenses	<u>4,911.50</u>
Total Due this Invoice	<u><u>\$6,592.50</u></u>

Statement Number: 1314391

Page #: 2

**Professional Services:**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/07/09	MVB	Conference call with R. Havel, B. Ellis, K. Cannon, J. Blatt, K. Sallinger, J. McIntyre, G. Hooper re: BDRC and Gemstone integration and business plan (1.0); follow up with K. Sallinger and J. Blatt re: BDRC tasks (.7).	1.70	1,190.00
12/08/09	MVB	Telephone call with A. Fiotta re: rescheduling and briefing of 105 motion and motion to dismiss adversary (.3); telephone calls with K. Cannon re: same and coordinate with Bankruptcy Court (.2).	0.50	350.00
12/17/09	S L	Retrieve legal documents from docket sheet for Bruce J. Zabarauskas and PDF same.	0.30	70.50
12/30/09	S L	Office conferences with S. Eichel retrieval of various documents from docket sheet.	0.30	70.50
<b>Total Professional Services</b>			<b><u>2.80</u></b>	<b><u>\$1,681.00</u></b>

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Value</u>
Michael V. Blumenthal	700.00	2.20	1,540.00
Stella Leung	235.00	0.60	141.00
<b>Total Professional Services</b>		<b><u>2.80</u></b>	<b><u>\$1,681.00</u></b>

**Other Services & Expenses:**

<u>Description</u>	<u>Amount</u>
Postage	31.05
Local Transportation	4.50
Comp. Library Research	4,041.64
Inhouse Duplicating	520.80
Long Distance Telephone	166.70
Process Server Fees	69.83
Long Distance Telephone	76.98
<b>Total Other Services &amp; Expenses</b>	<b><u>\$4,911.50</u></b>



590 Madison Avenue, 20<sup>th</sup> Floor, New York, NY 10022-2524  
p 212.223.4000 ■ f 212.223.4134  
Taxpayer ID # 52-1150358

January 11, 2010

Easy Street Holding, LLC  
c/o Cloud Nine Resorts, LLC  
4870 Winchester Court  
Park City, Utah 84098

Attn: William Shoaf

Matter: 105773.0000003  
Invoice: 1314392

---

Statement of Account

RE: Case Administration

Professional Services Rendered Through December 31, 2009	\$655.50
Other Services and Expenses	<u>0.00</u>
Total Due this Invoice	<u><u>\$655.50</u></u>



Statement Number: 1314392  
Page #: 2

**Professional Services:**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/04/09	S E	Work on issue re updating case calendar, including conf with M. Blumenthal (.1); conf with S. leung re updating case calendar (.1)	0.20	115.00
12/04/09	S L	Updated weekly calendar.	0.20	47.00
12/08/09	S L	Organize filed for S. Eichel in relations to Cash Collateral, 2004 Exams, BDRC 4Site LLC, Gemstone, Fee Procedures and Appraisal Group.	0.80	188.00
12/09/09	S L	Reviewed docket sheet for entry of Order approving Appraisal Group, Inc.	0.20	47.00
12/15/09	S L	Updated case calendar for department.	0.30	70.50
12/23/09	S L	Retrieve copies of retention orders, committee appointment and related.	0.80	188.00
<b>Total Professional Services</b>			<b><u>2.50</u></b>	<b><u>\$655.50</u></b>

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Value</u>
Steven Eichel	575.00	0.20	115.00
Stella Leung	235.00	2.30	540.50
<b>Total Professional Services</b>		<b><u>2.50</u></b>	<b><u>\$655.50</u></b>



590 Madison Avenue, 20<sup>th</sup> Floor, New York, NY 10022-2524  
p 212.223.4000 ■ f 212.223.4134  
Taxpayer ID # 52-1150358

January 11, 2010

Easy Street Holding LLC; Easy Street Mezzanine LLC  
c/o Cloud Nine Resorts, LLC  
4870 Winchester Court  
Park City, Utah 84098

Matter: 105773.0000004  
Invoice: 1314393

---

Statement of Account

RE: Claims Administration

Professional Services Rendered Through December 31, 2009	\$428.50
Other Services and Expenses	<u>0.00</u>
Total Due this Invoice	<u><u>\$428.50</u></u>

Statement Number: 1314393  
Page #: 2

**Professional Services:**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/10/09	S E	Draft email to S. Leung re claims of Mezzanine (.1); draft email to K. Cannon re bar date (.1); review email from K. Cannon re claims bar date (.1).	0.30	172.50
12/11/09	S L	Reviewed creditor list of Partners and Mezz for S. Eichel, compare same and office conference with S. Eichel regarding same.	0.60	141.00
12/28/09	S E	Draft email to W. Shoaf re claims (.1); tel conf with W. Shoaf re claims (.1)	0.20	115.00
<b>Total Professional Services</b>			<b><u>1.10</u></b>	<b><u>\$428.50</u></b>

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Value</u>
Steven Eichel	575.00	0.50	287.50
Stella Leung	235.00	0.60	141.00
<b>Total Professional Services</b>		<b><u>1.10</u></b>	<b><u>\$428.50</u></b>



590 Madison Avenue, 20<sup>th</sup> Floor, New York, NY 10022-2524  
p 212.223.4000 • f 212.223.4134  
Taxpayer ID # 52-1150358

January 11, 2010

Easy Street Holding, LLC  
c/o Cloud Nine Resorts, LLC  
4870 Winchester Court  
Park City, Utah 84098

Attn: William Shoaf

Matter: 105773.0000006  
Invoice: 1314394

---

Statement of Account

RE: Executory Contracts/Leases

Professional Services Rendered Through December 31, 2009	\$1,282.50
Other Services and Expenses	<u>0.00</u>
Total Due this Invoice	<u><u>\$1,282.50</u></u>

Statement Number: 1314394

Page #: 2

**Professional Services:**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/30/09	S E	Review and analyze zoom lease and amendment (.8); conf with M. Blumenthal re analysis of Zoom lease (.7)	1.50	862.50
12/30/09	MVB	Office conf. w/S. Eichel re: issues concerning Zoom lease (.3); conf. call w/Shoaf, Smith & Sallinger re: strategy for Zoom lease (.3).	0.60	420.00
<b>Total Professional Services</b>			<b><u>2.10</u></b>	<b><u>\$1,282.50</u></b>

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Value</u>
Michael V. Blumenthal	700.00	0.60	420.00
Steven Eichel	575.00	1.50	862.50
<b>Total Professional Services</b>		<b><u>2.10</u></b>	<b><u>\$1,282.50</u></b>



590 Madison Avenue, 20<sup>th</sup> Floor, New York, NY 10022-2524  
p 212.223.4000 ■ f 212.223.4134  
Taxpayer ID # 52-1150358

January 11, 2010

Easy Street Holding, LLC  
c/o Cloud Nine Resorts, LLC  
4870 Winchester Court  
Park City, Utah 84098

Attn: William Shoaf

Matter: 105773.0000007

Invoice: 1314395

---

Statement of Account

RE: Financing

Professional Services Rendered Through December 31, 2009	\$5,952.50
Other Services and Expenses	<u>0.00</u>
Total Due this Invoice	<u><u>\$5,952.50</u></u>

Statement Number: 1314395  
Page #: 2

**Professional Services:**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/01/09	WMO	Tc [REDACTED] re financing for re-org	0.40	290.00
12/01/09	S E	Draft confidentiality agreement for new potential interested party in providing financing (.2); draft email to M. Blumenthal re same (.1)	0.30	172.50
12/01/09	MVB	Telephone call with [REDACTED] re: [REDACTED] (.2); prepare and email confidentiality agreement to [REDACTED] (.2); telephone call with B. Shoaf re: potential investors, operations, draw requests (.3); emails and telephone calls with K. Cannon re: 105 injunction (.3).	1.00	700.00
12/02/09	MVB	Telephone call with [REDACTED] re: plan and operational issues and potential plan funders and flow of financial information (.3); telephone call with B. Shoaf re: potential funders and financial information (.4); emails re: foregoing (.3).	1.00	700.00
12/03/09	S E	Tel conf with [REDACTED] re potential exit financing (.2)	0.20	115.00
12/03/09	MVB	Telephone call with [REDACTED] re: potential investment (.3); telephone call with B. Shoaf re: sending financial information to potential investors and strategy re: same (.3).	0.60	420.00
12/04/09	MVB	Telephone call with [REDACTED] and [REDACTED] of [REDACTED] re: potential investment.	0.70	490.00
12/11/09	MVB	Conference call with [REDACTED] re: [REDACTED] interest in project.	0.30	210.00
12/13/09	WMO	Review [REDACTED] package re financing; and M. Blumenthal comments	0.70	507.50
12/13/09	MVB	Begin review of Skylodge information package prepared by [REDACTED] and revise operating budget.	0.80	560.00
12/14/09	WMO	Meeting with [REDACTED] re equity raise, financing alternatives, presentation.	0.90	652.50
12/15/09	MVB	Telephone calls with [REDACTED] re: plan funding.	0.40	280.00
12/16/09	WMO	Meeting and tc with [REDACTED] re approach to equity raise, review underlying assumptions.	0.40	290.00
12/16/09	MVB	Office conference with [REDACTED] re: potential investors.	0.60	420.00
12/17/09	WMO	Conf. with M. Blumenthal re financing term sheet.	0.20	145.00
<b>Total Professional Services</b>			<b><u>8.50</u></b>	<b><u>\$5,952.50</u></b>

Statement Number: 1314395

Page #: 3

Name	Rate	Hours	Value
Michael V. Blumenthal	700.00	5.40	3,780.00
William M. O'Connor	725.00	2.60	1,885.00
Steven Eichel	575.00	0.50	287.50
<b>Total Professional Services</b>		<b><u>8.50</u></b>	<b><u>\$5,952.50</u></b>





590 Madison Avenue, 20<sup>th</sup> Floor, New York, NY 10022-2524  
p 212.223.4000 ■ f 212.223.4134  
Taxpayer ID # 52-1150358

January 11, 2010

Easy Street Holding, LLC  
c/o Cloud Nine Resorts, LLC  
4870 Winchester Court  
Park City, Utah 84098

Attn: William Shoaf

Matter: 105773.0000008  
Invoice: 1314396

---

Statement of Account

RE: 2004 Exams

Professional Services Rendered Through December 31, 2009	\$140.00
Other Services and Expenses	<u>0.00</u>
Total Due this Invoice	<u><u>\$140.00</u></u>

Statement Number: 1314396  
Page #: 2

**Professional Services:**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/02/09	MVB	Telephone call with B. Heber re: Wickline documents and interview in lieu of 2004 exam.	0.20	140.00
<b>Total Professional Services</b>			<b><u>0.20</u></b>	<b><u>\$140.00</u></b>

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Value</u>
Michael V. Blumenthal	700.00	0.20	140.00
<b>Total Professional Services</b>		<b><u>0.20</u></b>	<b><u>\$140.00</u></b>



590 Madison Avenue, 20<sup>th</sup> Floor, New York, NY 10022-2524  
p 212.223.4000 • f 212.223.4134  
Taxpayer ID # 52-1150358

January 13, 2010

Easy Street Holding, LLC  
c/o Cloud Nine Resorts, LLC  
4870 Winchester Court  
Park City, Utah 84098

Attn: William Shoaf

Matter: 105773.0000009  
Invoice: 1314397

---

Statement of Account

RE: Bay North Litigation

Professional Services Rendered Through December 31, 2009	\$48,181.00
Other Services and Expenses	<u>3,458.25</u>
Total Due this Invoice	<u><u>\$51,639.25</u></u>

Statement Number: 1314397  
Page #: 2

**Professional Services:**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/01/09	B Z	Discussions with M. Blumenthal concerning motion to dismiss and treatment of BayNorth Transfer (.3); discussions with V. Arias re: [REDACTED] (.2); draft response to motion to dismiss (4.8).	5.30	2,915.00
12/01/09	MVB	Telephone call with B. Shoaf re: [REDACTED] sale proceeds and Bay North litigation (.5); office conference with B. Zabarauskas re: reply to Bay North motion to dismiss (.4).	0.90	630.00
12/01/09	V A	Further draft memorandum of law in opposition to BayNorth's motion to dismiss	2.90	1,044.00
12/02/09	B Z	Conference with M. Blumenthal and W. Shoaf concerning BayNorth Transfer and loan documents (.4); conference with M. Blumenthal re: same and comments to draft motion (.3); discussion with V. Arias re: [REDACTED] (.2); review research [REDACTED] (1.0); perform additional research re: same (.7); revisions to objection to motion to dismiss (3.2); review audited financial statement for 2007 (.1)	4.90	2,695.00
12/02/09	MVB	Review and revise reply to Bay North's motion to dismiss adversary (1.2); office conferences with B. Zabarauskas re: same (.8); review schedules of sources and uses (.5); conference call with B. Zabarauskas and B. Shoaf re: same (.8).	3.30	2,310.00
12/02/09	V A	Further draft and revise sections of memorandum of law in opposition to BayNorth's motion to dismiss adversary proceeding re: [REDACTED]	5.30	1,908.00
12/03/09	J A	Research [REDACTED]	2.40	648.00
12/03/09	B Z	Revisions to memo of law in opposition to motion to dismiss (3.6); review [REDACTED] (.4); review [REDACTED] (.5); review revisions to points written by V. Arias re: [REDACTED] (.5); draft Shoaf declaration (1.2); discussions with M. Blumenthal re: revisions to memo of law (.4); discussions with K. Cannon re: final memo of law (.3)	6.90	3,795.00
12/03/09	MVB	Review, revise and finalize reply to Bay North motion to dismiss (2.3); office conferences with B. Zabarauskas and V. Arias re: same (1.0); telephone calls with K. Cannon re: same (.3); telephone call with B. Shoaf re: affidavit re: same (.2).	3.80	2,660.00

Statement Number: 1314397  
Page # 3

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/03/09	V A	Finalize objection to BayNorth's motion to dismiss adversary proceeding (3.1); further review case and statutory law re [REDACTED] and further draft and revise same (2.0); confer with M. Blumenthal and B. Zabarauskas re same (1.0)	6.10	2,196.00
12/04/09	MVB	Prepare letter to Goodwin Proctor [REDACTED]	0.20	140.00
12/08/09	B Z	Review documents in connection with BayNorth litigation for possible use in action (3.6).	3.60	1,980.00
12/10/09	B Z	Research re: [REDACTED] (3); review S. McCardell email re: same (.2); begin preparing Initial Disclosures (1.4); Begin drafting document requests (1.7); discussion with M. Blumenthal re: Strategy (.5); review loan documents and other documents including correspondence relating to BayNorth to determine documents to request (3.2)	7.30	4,015.00
12/11/09	B Z	Review and analysis of BayNorth default notices and response thereto, and compare with Mezz Loan documents (2.7); draft interrogatories to BayNorth (1.6); Draft document requests to BayNorth (.8); Review documents in connection with BayNorth loan (1.3).	6.40	3,520.00
12/13/09	B Z	Revisions to interrogatories (.4); review emails relating to forbearance period and BayNorth Transfer (1.6)	2.00	1,100.00
12/13/09	MVB	Review all pleadings in connection with motion to dismiss to begin preparation for hearing on 12/22.	1.30	910.00
12/14/09	B Z	Revisions to document requests (.4); revisions to interrogatories (.4); review emails relating to BayNorth Transfer (.8).	1.60	880.00
12/14/09	MVB	Review case law re: [REDACTED]	0.60	420.00
12/15/09	B Z	Meeting w. M. Blumenthal re: preparation for hearing on motion to dismiss (.5); review case law [REDACTED] (.3); prepare material on motion to dismiss re: BayNorth transfer claims (1.2)	2.00	1,100.00
12/16/09	B Z	Meeting with M. Blumenthal re: preparation for hearing on motion to dismiss (.5); prepare materials for use in connection with motion to dismiss hearing concerning BayNorth Transfer (3.2); review [REDACTED] (1.1); prepare materials for use in connection with motion to dismiss with respect [REDACTED] (1.2); review response to motion to dismiss (.6); review loan documents in connection with claims made by BayNorth in response to motion to dismiss (.5);	7.10	3,905.00

Statement Number: 1314397  
Page # 4

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/16/09	MVB	Office conference with B. Zabarauskas re: preparation for motion to dismiss Bay North adversary (.4); review Bay North's reply to motion to dismiss (.7).	1.10	770.00
12/17/09	B Z	Discussion with M. Blumenthal re: BayNorth reply in further support of motion to dismiss (.3); review BayNorth Note and Loan Agreement in connection with allegations made in BayNorth reply (.3)	0.60	330.00
12/17/09	MVB	Lender Liability Adversary: Review Bay North's reply in connection with motion to dismiss adversary (.8); office conference with B. Zabarauskas re: [REDACTED] (.4); begin preparation for hearing (.7)	1.90	1,330.00
12/18/09	MVB	Motion to Dismiss: review pleadings (1.5) and prepare for hearing (.7).	2.20	1,540.00
12/21/09	B Z	Meet with M. Blumenthal and K. Cannon re: preparation for hearing on motion to dismiss.	1.50	825.00
12/21/09	MVB	Motion to Dismiss: prepare for hearing.	4.00	2,800.00
12/22/09	B Z	Meeting with M. Blumenthal and K. Cannon re: preparation for hearing on motion to dismiss.	1.40	770.00
12/22/09	B Z	Attend hearing on motion to dismiss.	1.50	825.00
12/30/09	B Z	Check docket on motion to dismiss and review court's order re: same (.1); discussion with M. Blumenthal re: same and strategy (.3)	0.40	220.00
<b>Total Professional Services</b>			<b>88.50</b>	<b>\$48,181.00</b>

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Value</u>
Michael V. Blumenthal	700.00	19.30	13,510.00
Bruce Zabarauskas	550.00	52.50	28,875.00
Jonathan Anastasia	270.00	2.40	648.00
Vivian Arias	360.00	14.30	5,148.00
<b>Total Professional Services</b>		<b>88.50</b>	<b>\$48,181.00</b>

**Other Services & Expenses:**

<u>Description</u>	<u>Amount</u>
Local Transportation	94.39

Statement Number: 1314397  
Page #: 5

<u>Description</u>	<u>Amount</u>
Comp. Library Research	3,362.68
Long Distance Telephone	1.18
<b>Total Other Services &amp; Expenses</b>	<b><u>\$3,458.25</u></b>



590 Madison Avenue, 20<sup>th</sup> Floor, New York, NY 10022-2524  
p 212.223.4000 • f 212.223.4134  
Taxpayer ID # 52-1150358

January 11, 2010

Easy Street Holding, LLC  
c/o Cloud Nine Resorts, LLC  
4870 Winchester Court  
Park City, Utah 84098

Attn: William Shoaf

Matter: 105773.0000010  
Invoice: 1314398

---

Statement of Account

RE: Other Litigation

Professional Services Rendered Through December 31, 2009	\$42,272.00
Other Services and Expenses	<u>383.56</u>
Total Due this Invoice	<u><u>\$42,655.56</u></u>



Statement Number: 1314398

Page #: 2

**Professional Services:**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/01/09	B Z	Discussions with K. Cannon re: filing of 105 stay adversary proceeding, including possible hearings dates, application for expedited hearing (.3)	0.30	165.00
12/02/09	B Z	Discussion with M. Blumenthal re: hearing on motion for section 105 stay	0.30	165.00
12/04/09	B Z	Review of documents relating to Massachusetts state court action to determine exhibits to be introduced at hearing on motion for 105 stay (.3); discussion with M. Blumenthal re: same and scheduling issues (.2)	0.50	275.00
12/07/09	B Z	Preparation for 105 Hearing – review documents to prepare list of exhibits to be used at hearing (.8); discussions with M. Blumenthal re: same (.6)	1.40	770.00
12/08/09	B Z	Review state court pleadings with respect to 105 adversary proceeding.	1.00	550.00
12/08/09	B Z	Discussion with M. Blumenthal re: strategy (.3); preparation for 105 hearing (1.7).	2.00	1,100.00
12/10/09	B Z	Preparation for 105 hearing - reviewing emails for use as exhibits at evidentiary hearing.	0.60	330.00
12/11/09	B Z	Meeting with M. Blumenthal re: preparation for hearing on section 105 stay (.5); discussion with S. McCardle re: need to file notice of errata on Shoaf Declaration because Exhibit A was missing (.1).	0.60	330.00
12/11/09	MVB	Office conference with B. Zabaraszkas re: prepare for hearings on 105 injunction (.3); begin review of pleadings and prepare for hearing re: same (.5)	0.80	560.00
12/14/09	B Z	Discussion with M. Blumenthal re: preparation for hearing on 105 stay.	0.40	220.00
12/15/09	B Z	Preparation of materials for use at section 105 hearing (2.0); review case law re: same (1.0).	3.00	1,650.00
12/15/09	MVB	Office conference with B. Zabaraszkas re: prepare for 105 hearing.	0.70	490.00
12/16/09	B Z	Discussion with S. McCardle re: [REDACTED] (.1); Review BayNorth response to 105 motion (8); research re: [REDACTED] discussion with S. Eichel re: same (.2); discussion with S. McCardle re: same (.2);	1.90	1,045.00

Statement Number: 1314398  
Page # 3

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/16/09	MVB	Office conference with B. Zabarauskas in preparation for hearing on 105 injunction (.3); review B.N. reply to 105 injunction (.8).	1.10	770.00
12/17/09	J A	Reviewing cases for 105 issues at the request of Mr. Zabarauskas.	2.10	567.00
12/17/09	B Z	Conference call with M. Blumenthal and W. Shoaf concerning BayNorth transfer (.3); review documents sent by client re: same (.4); discussions with W. Shoaf concerning reply to BayNorth allegations [REDACTED] (.3); Draft and revise reply memo of law on 105 injunction (.7.2); discussion with J. Anastasia re: [REDACTED] (.3); additional research on [REDACTED] (.4)	8.90	4,895.00
12/17/09	MVB	105 injunction: Review reply memo and affidavit filed by Bay North (1.6); office conferences with B. Zabarauskas re: strategy and reply memo and affidavit from W. Shoaf (.7); conference call with B. Zabarauskas and W. Shoaf re: factual allegations and reply affidavit (.6).	2.90	2,030.00
12/18/09	B Z	Research [REDACTED] (.5); discussion with J. Anastasia re: [REDACTED] (.2); conference with M. Blumenthal re: comments to initial partial draft of 105 reply (.5); discussion with K. Cannon re: procedural issues relating to hearing and evidence (.1); review [REDACTED] (.2); assemble exhibits for 105 reply memo (.6); review BayNorth exhibits in connection with 105 motion (.3); Draft and revise reply in further support of 105 stay (6.9)	9.30	5,115.00
12/18/09	MVB	105 Injunction: numerous telephone calls with B. Shoaf re: preparation of reply affidavit (.8); review emails and backup re: same (.7); review and revise reply memo (1.2) and office conferences with B. Zabarauskas re: same (.7); prepare of oral argument re: same (1.2).	4.60	3,220.00
12/20/09	B Z	Revise and finalize response to opposition to 105 stay motion (7.1); discussions with M. Blumenthal re: same (.4); draft, revise and finalize Shoaf declaration in opposition to same (1.7); discussion with M. Blumenthal re: same (.3)	9.50	5,225.00
12/21/09	B Z	Meet with M. Blumenthal and K. Cannon re: preparation for hearing on motion for 105 stay.	1.50	825.00
12/21/09	MVB	105 Injunction: Prepare for hearing.	4.00	2,800.00
12/22/09	B Z	Meeting with M. Blumenthal and K. Cannon re: preparation for hearing on 105 stay.	1.40	770.00
12/22/09	B Z	Attend hearing on motion for 105 stay.	1.50	825.00

Statement Number: 1314398

Page # 4

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/22/09	B Z	Meeting with W. Shoaf, M. Blumenthal, K. Cannon and S. McCardle re: follow-up from 105 stay hearing and options facing the Debtors.	1.30	715.00
12/22/09	MVB	Prepare for and attend hearing on motion to dismiss (4.0); prepare for and attend hearing on 105 injunction (4.0).	8.00	5,600.00
12/30/09	B Z	Research [REDACTED]	2.30	1,265.00
<b>Total Professional Services</b>			<b><u>71.90</u></b>	<b><u>\$42,272.00</u></b>

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Value</u>
Michael V. Blumenthal	700.00	22.10	15,470.00
Bruce Zabarauskas	550.00	47.70	26,235.00
Jonathan Anastasia	270.00	2.10	567.00
<b>Total Professional Services</b>		<b><u>71.90</u></b>	<b><u>\$42,272.00</u></b>

**Other Services & Expenses:**

<u>Description</u>	<u>Amount</u>
Comp. Library Research	383.56
<b>Total Other Services &amp; Expenses</b>	<b><u>\$383.56</u></b>



590 Madison Avenue, 20<sup>th</sup> Floor, New York, NY 10022-2524  
p 212.223.4000 ■ f 212.223.4134  
Taxpayer ID # 52-1150358

January 13, 2010

Easy Street Holding, LLC  
c/o Cloud Nine Resorts, LLC  
4870 Winchester Court  
Park City, Utah 84098

Attn: William Shoaf

Matter: 105773.0000012

Invoice: 1314399

---

Statement of Account

RE: Reorganization Plan/Disclosure Statement

Professional Services Rendered Through December 31, 2009	\$61,126.50
Other Services and Expenses	<u>124.66</u>
Total Due this Invoice	<u><u>\$61,251.16</u></u>

Statement Number: 1314399  
Page #: 2

**Professional Services:**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/03/09	MVB	Telephone call with R. Havel re: plan issues.	0.80	560.00
12/03/09	S L	Retrieve copy of motion to extend exclusivity and related order for S. Eichel.	0.40	94.00
12/04/09	S E	Draft disclosure statement (.2)	0.20	115.00
12/04/09	S L	Retrieve copy of docket sheet in Easy Street for S. Eichel.	0.30	70.50
12/06/09	S E	Work on disclosure statement (.8); commence drafting motion to extend exclusivity (1.0)	1.80	1,035.00
12/07/09	S E	Draft, review and revise motion to extend exclusivity (.7)	0.70	402.50
12/07/09	MVB	Conference call with K. Cannon, K. Sallinger, J. Blatt, B. Shoaf and P. Smith re: business plan, plan of reorganization and potential funders re: same.	1.40	980.00
12/08/09	S E	Draft, review and revise motion to extend exclusivity (2.8); research in connection with drafting motion to extend exclusivity (1.6); draft disclosure statement (1.6)	6.00	3,450.00
12/08/09	MVB	Prepare outline of plan.	1.20	840.00
12/09/09	S E	Conf with M. Blumenthal re term sheet and plan of reorganization (.4); review and revise term sheet (.3); review and revise motion to extend exclusivity (.3); work on issues re disclosure statement (.4); review and revise disclosure statement (1.8); conf with M. Blumenthal re deadlines to file plan and disclosure statement (.1)	3.30	1,897.50
12/09/09	MVB	Revise and finalize outline of Plan.	1.00	700.00
12/09/09	S L	Office conferences with S. Eichel regarding Disclosure statement and assist S. Eichel to provide information for same.	0.40	94.00
12/10/09	S E	Conf with M. Blumenthal re [REDACTED] (.5); analyze issues re drafting disclosures statement (1.3)	1.80	1,035.00
12/10/09	MVB	Office conference with S. Eichel re [REDACTED] (.5); review cases re: same (.4); work on term sheet (.4); email to client re: plan strategy (.3); office conference with S. Eichel re: disclosure statement (.4); office conference with B. Zabarauskas re: drafting and structure of plan (.3).	2.30	1,610.00

Statement Number: 1314399  
Page # 3

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/11/09	S E	Continue drafting disclosure statement (1.8); conf w/M. Blumenthal re information for disclosure statement (.1); conf with S. Leung re [REDACTED] (1); analyze results of S. Leung's analysis re [REDACTED] (1)	2.10	1,207.50
12/11/09	MVB	Conference call with S. McCardell, P. Smith and B. Shoaf re: plan issues and strategy (1.2); office conference with S. Eichel re: disclosure statement (2).	1.40	980.00
12/12/09	S E	Draft, review and revise disclosure statement.	2.60	1,495.00
12/14/09	S E	Conf with M. Blumenthal re classification of claims issue (1); draft, review and revise disclosure statement (4); tel conf with S. McCardell and M. Blumenthal re classification of claims in connection with structure of a plan of reorganization (4); tel conf with M. Blumenthal and R. Havel re open issues and structure of proposed plan of reorganization (5)	1.40	805.00
12/14/09	S E	Review and revise disclosure statement (6)	0.60	345.00
12/14/09	MVB	Revise motion to extend exclusivity (3); conference call with S. McCardell, R. Havel and S. Eichel re: plan issues (5); follow up call with S. McCardell re: plan issues (3); office conference with S. Eichel re: term sheet and issues re: [REDACTED] (4).	1.50	1,050.00
12/15/09	S E	Conf with M. Blumenthal re motion to extend exclusivity (3); draft form of order extending exclusive periods (8); draft email to S. McCardell re [REDACTED] and review response (1); review and revise motion to extend exclusive periods (1.8); draft email to M. Blumenthal re exclusivity order (1); review email re [REDACTED] (2); draft email to K. Cannon re draft of exclusivity motion and accompanying order (1)	3.40	1,955.00
12/15/09	MVB	Office conference with S. Eichel re: plan issues and exclusivity.	0.30	210.00
12/17/09	S E	Conf with M. Blumenthal re final comments to exclusivity motion (1); finalize exclusivity motion (2); draft email to K. Cannon re finalizing and filing exclusivity motion and order (1)	0.40	230.00
12/17/09	MVB	Drafting of plan term sheet.	0.60	420.00
12/18/09	S E	Draft email to K. Cannon re exclusivity motion (1); conf with M. Blumenthal re term sheet (5); draft, review and revise term sheet (2.0)	2.60	1,495.00
12/18/09	MVB	Continue to draft term sheet (1.2) and office conferences with S. Eichel re: same (7).	0.90	630.00

Statement Number: 1314399

Page #4

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/21/09	S E	Draft, review and revise disclosure statement (2.6); analyze issues relating to term sheet and comment on current version of term sheet (2.2); draft email to S. Leung re schedules in connection with drafting disclosure statement (.1); draft email to M. Blumenthal re comments to term sheet (.1).	5.00	2,875.00
12/22/09	S E	Review and revise term sheet (.4); tel conf with M. Blumenthal re term sheet (.1); draft emails to B. Shoaf, P. Smith and M. Blumenthal re revised term sheet (.1); analyze classification issues in connection with term sheet and plan of reorganization (.9); draft email to M. Blumenthal re classification issues (.2); analyze intercompany claims issues and effect on plan of reorganization (.8); draft email to M. Blumenthal re [REDACTED] (.2); review and revise disclosure statement (3.6); review emails from W. Shoaf re term sheet (.1).	6.40	3,680.00
12/23/09	S E	Telephone conf call with M. Blumenthal re term sheet and proposed revisions (.3); draft [REDACTED] for term sheet (.2); draft email to M. Blumenthal, K. Cannon and B. Shoaf re revised term sheet (.2); analyze plan related issues in connection with term sheet and drafting disclosure statement (.3); review and revise disclosure statement (2.6); conf with M. Blumenthal, B. Shoaf, P. Smith, K. Cannon [REDACTED] re revisions to term sheet (1.0); review and revise term sheet and circulate revised draft to M. Blumenthal, B. Shoaf and K. Cannon, P. Smith (.4); draft email to R. Havel attaching term sheet (.1); review claims spreadsheet (.1).	5.20	2,990.00
12/23/09	MVB	Finalize term sheet (2.3) and office conferences with B. Shoaf (1.0) and telephone calls with K. Cannon (.7) and S. Eichel (.3) re: same.	4.30	3,010.00
12/24/09	S E	Draft, review and revise disclosure statement (4.8); analyze plan issues in connection with drafting disclosure statement (.6)	5.40	3,105.00
12/27/09	S E	Draft, review and revise disclosure statement (2.4); draft email to S. Leung re information needed for disclosure statement (.1).	2.50	1,437.50
12/28/09	S E	Conf with M. Blumenthal re plan and disclosure statement (.1); review and revise disclosure statement (3.2); analyze issues re plan of reorganization (.5); review documents in connection with drafting disclosure statement (2.0); commence drafting plan of reorganization (1.2)	7.00	4,025.00

Statement Number: 1314399

Page # 5

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/29/09	S E	Conf with B. Zabarauskas re drafting section of disclosure statement re BayNorth litigation (.1); draft email to B. Zabarauskas attaching relevant section of disclosure statement re BayNorth in connection with his drafting BayNorth litigation section for disclosure statement (.1); review docket in connection with drafting disclosure statement (.2); draft, review and revise plan of reorganization (2.6); draft, review and revise disclosure statement (1.6)	4.60	2,645.00
12/29/09	B Z	Draft section on disclosure statement re: litigation	1.30	715.00
12/29/09	B Z	Research issues relating to reorganizaiton plan	1.80	990.00
12/29/09	S L	Retrieve various legal documents for S. Eichel from Docket sheet for disclosure statement.	0.80	188.00
12/30/09	S E	Draft, review and revise disclosure statement (4.2); conf with M. Blumenthal re WestLB loan in connection with plan treatment (.2); review WestLB's comments to term sheet (.3); review and revise plan of reorganization (.9)	5.60	3,220.00
12/30/09	MVB	Telephone conf. w/R. Havel re: Plan term sheet (.2); review comments from Havel on Plan term sheet (.4); e-mail same with comments to clients (.2); office conf. w/S. Eichel re: Plan and Disclosure Statement (.4); review and revise Disclosure Statement (1.5).	2.70	1,890.00
12/31/09	S E	Draft, review and revise disclosure statement (3.8); confs with M. Blumenthal re disclosure statement (.5); draft, review and revise plan of reorganization (1.2); draft email to K. Cannon re disclosure statement (.1).	5.60	3,220.00
12/31/09	MVB	Review and revise Disclosure Statement (4.4); office conferences w/S. Eichel re: changes to Disclosure Statement and drafting of Plan (.5).	4.90	3,430.00
<b>Total Professional Services</b>			<b>102.50</b>	<b>\$61,126.50</b>

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Value</u>
Michael V. Blumenthal	700.00	23.30	16,310.00
Steven Eichel	575.00	74.20	42,665.00
Bruce Zabarauskas	550.00	3.10	1,705.00
Stella Leung	235.00	1.90	446.50
<b>Total Professional Services</b>		<b>102.50</b>	<b>\$61,126.50</b>



Statement Number: 1314399

Page #: 6

**Other Services & Expenses:**

<b>Description</b>	<b>Amount</b>
Comp. Library Research	94.55
Inhouse Duplicating	0.60
Long Distance Telephone	29.51
<b>Total Other Services &amp; Expenses</b>	<b><u>\$124.66</u></b>



590 Madison Avenue, 20<sup>th</sup> Floor, New York, NY 10022-2524  
p 212.223.4000 ■ f 212.223.4134  
Taxpayer ID # 52-1150358

January 13, 2010

Easy Street Holding, LLC  
c/o Cloud Nine Resorts, LLC  
4870 Winchester Court  
Park City, Utah 84098

Attn: William Shoaf

Matter: 105773.0000014

Invoice: 1314400

---

Statement of Account

RE: Retention/Fee Matters

Professional Services Rendered Through December 31, 2009	\$8,301.00
Other Services and Expenses	<u>0.00</u>
Total Due this Invoice	<u><u>\$8,301.00</u></u>

Statement Number: 1314400

Page #: 2

**Professional Services:**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/01/09	MVB	Telephone call with K. Cannon re: objection of Committee to Gemstone and strategy.	0.20	140.00
12/03/09	MVB	Attend hearing on retention of BDRC and Gemstone by telephone.	0.80	560.00
12/11/09	S L	Updated September bills per Michael V. Blumenthal.	0.30	70.50
12/14/09	MVB	Review order re: interim fee procedures (.2); attend hearing re: interim payment of attorneys' fees (.2).	0.40	280.00
12/15/09	S E	Review redacted time detail (1.2)	1.20	690.00
12/15/09	MVB	Office conference with S. Leung and L. Brenner re: preparation of interim fee request (.5); review underlying bills re: same (.4); telephone K. Cannon re: process (.2).	1.10	770.00
12/15/09	L B	Confer with M. Blumenthal and S. Leung re: fee application (.2); reviewing and redacting documents re: C&M bills (2.2).	2.40	1,164.00
12/15/09	S L	Meetings with Michael V. Blumenthal and Lawrence Brenner regarding interim fee application, reviewed September thru November bills and summarized same (1.90); meeting with Lawrence Brenner regarding same and finalized same (.80).	2.70	634.50
12/16/09	MVB	Office conferences with S. Leung in connection with preparation of interim fee request (.5); review and revise same (.4); telephone call with K. Cannon re: form of cover sheet for fee request (.2).	1.10	770.00
12/16/09	S L	Draft Monthly Interim Fee Application with Michael V. Blumenthal (.50), reviewed exhibits with Lawrence Brenner for redaction and updated exhibits (1.80); meetings with Michael V. Blumenthal regarding filing of same (.7); office conference with S. Barth regarding invoices (.30); prepare copy of draft application to co-counsel for comments (.20).	3.50	822.50
12/17/09	MVB	Finalize fee request for September, October and November (.3) and office conference with S. Leung re: same (.3); telephone call with K. Cannon re: same (.1); review bills from Sidley for September, October and November (.6).	1.30	910.00
12/17/09	S L	Revisions to First Interim Fee requests, meetings with Michael V. Blumenthal regarding same, served copy of same on WestLB, WestLB's counsel, creditors committee and US Trustee via regular mail.	1.70	399.50

Statement Number: 1314400

Page # 3

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/28/09	S E	Tel confs with M. Blumenthal re gathering information for W. Shoaf re C& M's fees and WestLB's objection to C&M's fee request (.3); gather and revise information for tel conf with M. Blumenthal re responding to inquiries re fees and expenses (.1); review WestLB's objection to fee request (.1); tel conf with M. Blumenthal re interim payments to C&M (.1); draft email to W. Shoaf re same (.1); review emails from W. Shoaf re gathering information re interim payments (.1)	0.80	460.00
12/30/09	MVB	Telephone conf. w/W. Shoaf (.3) and K. Cannon (.3) re: payment of Debtors' professionals; emails (.1) and telephone conf. w/R. Havel re: same.(2).	0.90	630.00
<b>Total Professional Services</b>			<b>18.40</b>	<b>\$8,301.00</b>

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Value</u>
Michael V. Blumenthal	700.00	5.80	4,060.00
Steven Eichel	575.00	2.00	1,150.00
Lawrence Brenner	485.00	2.40	1,164.00
Stella Leung	235.00	8.20	1,927.00
<b>Total Professional Services</b>		<b>18.40</b>	<b>\$8,301.00</b>



590 Madison Avenue, 20<sup>th</sup> Floor, New York, NY 10022-2524  
p 212.223.4000 • f 212.223.4134  
Taxpayer ID # 52-1150358

January 11, 2010

Easy Street Holding, LLC  
c/o Cloud Nine Resorts, LLC  
4870 Winchester Court  
Park City, Utah 84098

Attn: William Shoaf

Matter: 105773.0000015

Invoice: 1314401

---

Statement of Account

RE: Secured Claims (WestLB)

Professional Services Rendered Through December 31, 2009	\$10,560.00
Other Services and Expenses	<u>0.00</u>
Total Due this Invoice	<u><u>\$10,560.00</u></u>

Statement Number: 1314401  
Page #: 2

**Professional Services:**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/02/09	MVB	Conference call with R. Havel, W. Ellis, A. Jarvis and K. Cannon re: BDRC/Gemstone retention, cash collateral and plan issues (1.2); follow up call with K. Cannon re: same (.3).	1.50	1,050.00
12/04/09	MVB	Review and respond to emails re: meeting with West LB, consultants to Debtors.	0.20	140.00
12/07/09	B Z	Review documents relating to WestLB loan.	1.00	550.00
12/07/09	MVB	Review emails and attachments from B. Shoaf re: West LB's pre-petition actions (.8); review Jan.-Apr. 2010 budget for cash collateral stipulation (.5).	1.30	910.00
12/08/09	MVB	Prepare for and conference call with K. Cannon, B. Shoaf and P. Smith re: preparation for call with WestLB on Wed., including cash collateral stipulation, plan, budget and 5 year plan.	1.10	770.00
12/09/09	MVB	Conference call with Bank Group, BDRC, Gemstone, K. Cannon, S. McCardell and B. Shoaf re: extension of cash collateral, plan of reorganization and business plan (2.3); follow up with K. Cannon and S. McCardell (.2); follow up with [REDACTED] (.3).	2.80	1,960.00
12/11/09	MVB	Review objections of Committee and Jacobsen to amendment to cash collateral stip. (.3); telephone call with S. McCardell re: objections of Committee and Jacobsen to cash collateral amendment (.2).	0.50	350.00
12/14/09	MVB	Attend hearing in connection with cash collateral stipulation.	0.30	210.00
12/15/09	MVB	Telephone calls with J. Blatt re: January - April 2010 budget for extension of cash collateral stipulation (.7); review and comment on budgets (.5).	1.20	840.00
12/16/09	MVB	Telephone call with J. Blatt re: budget for cash collateral, 2010 budget and business plan in preparation for call with West LB (.6); [REDACTED] (1.0); conference call with R. Havel, W. Ellis, BDRC reps, Gemstone reps and business people from West LB re: extension of cash collateral, business plan and misc. issues (1.4); telephone call with R. Havel re: agenda for bank group call (.5).	3.50	2,450.00
12/17/09	MVB	Review and comment on amendment to extension of cash collateral stipulation drafted by R. Havel.	0.80	560.00

Statement Number: 1314401  
Page # 3

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/18/09	MVB	Telephone calls with K.Cannon re: extension of cash collateral stipulation and comments to same (.3); revise and comment on cash collateral stipulation (.8).	1.10	770.00
Total Professional Services			<u>15.30</u>	<u>\$10,560.00</u>

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Value</u>
Michael V. Blumenthal	700.00	14.30	10,010.00
Bruce Zabarauskas	550.00	1.00	550.00
Total Professional Services		<u>15.30</u>	<u>\$10,560.00</u>



590 Madison Avenue, 20<sup>th</sup> Floor, New York, NY 10022-2524  
p 212.223.4000 ■ f 212.223.4134  
Taxpayer ID # 52-1150358

January 11, 2010

Easy Street Holding, LLC  
c/o Cloud Nine Resorts, LLC  
4870 Winchester Court  
Park City, Utah 84098

Attn: William Shoaf

Matter: 105773.0000016  
Invoice: 1314402

---

Statement of Account

RE: Secured Claimis (Jacobsen)

Professional Services Rendered Through December 31, 2009	\$350.00
Other Services and Expenses	<u>0.00</u>
Total Due this Invoice	<u><u>\$350.00</u></u>



Statement Number: 1314402  
Page #: 2

**Professional Services:**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/04/09	MVB	Review response to Jacobsen objection to shorten time on motion to amend cash collateral stipulation (.3); review emails re: same (.2).	0.50	350.00

<b>Total Professional Services</b>	<b><u>0.50</u></b>	<b><u>\$350.00</u></b>
------------------------------------	--------------------	------------------------

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Value</u>
Michael V. Blumenthal	700.00	0.50	350.00
<b>Total Professional Services</b>		<b><u>0.50</u></b>	<b><u>\$350.00</u></b>



590 Madison Avenue, 20<sup>th</sup> Floor, New York, NY 10022-2524  
p 212.223.4000 ■ f 212.223.4134  
Taxpayer ID # 52-1150358

January 11, 2010

Easy Street Holding, LLC  
c/o Cloud Nine Resorts, LLC  
4870 Winchester Court  
Park City, Utah 84098

Attn: William Shoaf

Matter: 105773.0000017  
Invoice: 1314403

---

Statement of Account

RE: Secured Claims (Bay North)

Professional Services Rendered Through January 11, 2010	\$2,640.00
Other Services and Expenses	<u>0.00</u>
Total Due this Invoice	<u><u>\$2,640.00</u></u>

Statement Number: 1314403  
Page #: 2

**Professional Services:**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/07/09	B Z	Document review relating to claims against BayNorth.	4.80	2,640.00
Total Professional Services			<u>4.80</u>	<u>\$2,640.00</u>

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Value</u>
Bruce Zabarauskas	550.00	4.80	2,640.00
Total Professional Services		<u>4.80</u>	<u>\$2,640.00</u>



590 Madison Avenue, 20<sup>th</sup> Floor, New York, NY 10022-2524  
p 212.223.4000 • f 212.223.4134  
Taxpayer ID # 52-1150358

January 11, 2010

Easy Street Holding, LLC  
c/o Cloud Nine Resorts, LLC  
4870 Winchester Court  
Park City, Utah 84098

Attn: William Shoaf

Matter: 105773.0000019  
Invoice: 1314404

---

Statement of Account

RE: Non-Billable Travel

Professional Services Rendered Through December 31, 2009	\$22,825.00
Other Services and Expenses	<u>0.00</u>
Total Due this Invoice	<u><u>\$22,825.00</u></u>

Statement Number: 1314404  
Page #: 2

**Professional Services:**

<u>Date</u>	<u>Initials</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/21/09	B Z	Travel to Utah for hearing	10.00	5,500.00
12/21/09	MVB	Travel to Salt Lake City, UT.	4.50	3,150.00
12/22/09	B Z	Travel to Durham Jones from Sky Lodge.	0.70	385.00
12/22/09	B Z	Travel from Durham Jones to Sky Lodge.	1.30	715.00
12/22/09	MVB	Return from Salt Lake City.	6.00	4,200.00
12/23/09	B Z	Travel back to New York.	8.50	4,675.00
12/23/09	MVB	Travel from Salt Lake City, UT.	6.00	4,200.00

**Total Professional Services** 37.00 \$22,825.00

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Value</u>
Michael V. Blumenthal	700.00	16.50	11,550.00
Bruce Zabarauskas	550.00	20.50	11,275.00
<b>Total Professional Services</b>		<u>37.00</u>	<u>\$22,825.00</u>